

SEWARD & KISSEL LLP

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*Special Litigation Counsel to the
Official Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

**NOTICE OF SECOND MONTHLY STATEMENT OF SEWARD & KISSEL LLP FOR
INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES AS SPECIAL
LITIGATION COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS FOR THE PERIOD FROM MAY 1, 2023 THROUGH MAY 31, 2023**

PLEASE TAKE NOTICE that on the date hereof, Seward & Kissel LLP (“S&K”) filed the *Second Monthly Statement of Seward & Kissel LLP for Interim Compensation and Reimbursement of Expenses as Special Litigation Counsel for the Official Committee of Unsecured Creditors for the Period From May 1, 2023 Through May 31, 2023* (the “Monthly Statement”) with the United States Bankruptcy Court for the Southern District of New York and served it on the Fee Notice Parties. *See* Dkt. No. 101 ¶ 2.A.(a).

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s tax identification number (as applicable), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these chapter 11 cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

PLEASE TAKE FURTHER NOTICE that responses or objections (an “Objection”) to the Monthly Statement, if any, shall: (a) conform to title 11 of the United States Code (the “Bankruptcy Code”), the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), the Local Bankruptcy Rules for the Southern District of New York (the “Local Rules”), all General Orders applicable to chapter 11 cases in the United States Bankruptcy Court for the Southern District of New York, and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Dkt. No. 101] (the “Interim Compensation Procedures”);² (b) be served via email so as to be actually received by **12:00 p.m. (ET) on the date that is 15 days following the service of this Monthly Statement**, by (i) Seward & Kissel LLP and (ii) the Fee Notice Parties; and (c) set forth the nature of the Objection and the amount of fees or expenses at issue. *See* Dkt. No. 101 ¶ 2.A.(f).

PLEASE TAKE FURTHER NOTICE that, in accordance with the Interim Compensation Procedures, if no Objection to the Monthly Statement is served, the Debtors shall promptly pay 80% of the fees and 100% of the expenses identified in the Monthly Statement to S&K. *See id.* ¶ 2.A.(g).

PLEASE TAKE FURTHER NOTICE that if an Objection to the Monthly Statement is timely served, the Debtors shall withhold payment of only that portion of the Monthly Statement to which the Objection is directed and promptly pay 80% of the fees and 100% of the expenses of the unobjection-to remainder. *See id.* ¶ 2.A.(h).

PLEASE TAKE FURTHER NOTICE that copies of the Monthly Statement and other pleadings filed in these chapter 11 cases may be obtained free of charge by visiting the website of

² Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Interim Compensation Procedures.

Kroll at <https://restructuring.ra.kroll.com/genesis/>. You may also obtain copies of the Monthly Statement and other pleadings filed in these chapter 11 cases by visiting the Bankruptcy Court's website at <http://www.nysb.uscourts.gov> in accordance with the procedures and fees set forth therein.

Dated: August 2, 2023
New York, New York

Respectfully submitted,

By: /s/ John R. Ashmead

SEWARD & KISSEL LLP
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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

**SECOND MONTHLY STATEMENT OF SEWARD & KISSEL LLP FOR INTERIM
COMPENSATION AND REIMBURSEMENT OF EXPENSES AS SPECIAL
LITIGATION COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS FOR THE PERIOD FROM MAY 1, 2023 THROUGH MAY 31, 2023**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's tax identification number (as applicable), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these chapter 11 cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

Name of Applicant:	Seward & Kissel LLP (“S&K”)
Authorized to Provide Professional Services to:	The Official Committee of Unsecured Creditors (the “ <u>Committee</u> ”) of the above-captioned debtors and debtors-in-possession (collectively the “ <u>Debtors</u> ”)
Date of Retention:	May 16, 2023 [Dkt. No. 315], <i>Effective as of</i> March 30, 2023
Period for Which Interim Compensation and Reimbursement of Expenses Is Sought:	May 1, 2023 – May 31, 2023 (the “ <u>Compensation Period</u> ”)
Total Amount of Interim Compensation Sought as Actual, Reasonable and Necessary (100%):	\$37,762.50
Amount of Interim Compensation To Be Paid Under Interim Compensation Procedures (80%):	\$30,210.00
Amount of Interim Compensation To Be Held Back Under Interim Compensation Procedures (20%):	\$7,552.50
Amount of Reimbursement of Expenses Sought as Actual and Necessary:	\$1,854.36
Total Interim Compensation and Reimbursement of Expenses Sought:	\$39,616.86
Total Interim Compensation and Reimbursement of Expenses To Be Paid Under Interim Compensation Procedures:	\$32,064.36

This is a monthly fee statement.

Pursuant to sections 330 and 331 of the Bankruptcy Code,² Bankruptcy Rule 2016, Local Rule 2016-1, the *Amended Guidelines for Fees and Disbursements for Professionals in the Southern District of New York Bankruptcy Cases*, dated January 29, 2013 (Morris, C.J.) (Administrative Order M-447), and the Interim Compensation Procedures, S&K, as special litigation counsel to the Committee of the Debtors, hereby submits this monthly statement (the

² Capitalized terms not defined herein shall have the meaning ascribed to such terms in the Notice of Monthly Statement attached hereto.

“Monthly Statement”) for the Compensation Period, and requests that the Debtors promptly pay an aggregate amount of \$32,064.36, consisting of 80% of the \$37,762.50 in fees earned and 100% of the expenses.

Professional Services Rendered and Expense Disbursements Incurred

1. Prior to filing this Monthly Statement, S&K reviewed its fees generated and hours worked (which totaled 41.4 hours and \$37,762.50) and expenses incurred (which totaled \$1,854.36). By this Monthly Statement, S&K requests payment of an aggregate amount of \$32,064.36, consisting of 80% of the \$37,762.50 in fees earned and 100% of expenses.

2. **Exhibit A** sets forth a timekeeper summary that includes: (a) the name, title, year of admission to practice (if applicable), and area of expertise of each individual who provided services during the Compensation Period; (b) the aggregate hours spent by each individual for which compensation is sought by S&K; (c) the hourly billing rate for each such individual; and (d) the amount of fees for each such individual for which compensation is sought by S&K. The blended rate for compensation requested in this Monthly Statement is approximately \$912 per hour.³

3. **Exhibit B** sets forth a project summary that includes the aggregate hours and fees per project category spent by S&K timekeepers in rendering services to the Committee during the Compensation Period.

4. **Exhibit C** sets forth the time records for S&K timekeepers for which compensation is sought by S&K, setting forth a complete itemization of tasks performed in rendering services to the Committee during the Compensation Period.

5. **Exhibit D** sets forth a summary of expenses S&K seeks to be reimbursed for during

³ The blended rate is calculated by taking the total of fees sought in this Monthly Statement and dividing by the total of hours sought in this Monthly Statement, rounded to the nearest dollar.

the Compensation Period.

6. The following is a brief narrative summary of the services performed by S&K professionals and paraprofessionals on behalf of the Committee during the Compensation Period, organized by project category:

Matter No.	Category Name	Hours	Fees
	Brief Narrative Summary	41.4	\$37,762.50
0001	Case Administration	3.8	\$3,880.00
S&K's professionals and paraprofessionals were involved in the following activities, among others, relating to administration of these chapter 11 cases during the Compensation Period: (i) calls and meetings to discuss various workstreams, staffing, and upcoming deadlines; (ii) preparing and filing notice of appearances; (iii) monitoring docket activity; and (iv) attending to internal file management, including updating an internal calendar and monitoring work in progress.			
0006	Relief from Stay	8.5	\$9,535.00
During the Compensation Period, S&K's time committed to this category revolved around the Motion for Relief from Stay filed by FTX Trading Ltd. and affiliated debtors. [Dkt. No. 289]. In connection therewith, S&K professionals conferred internally and with the Committee's professionals and reviewed and analyzed the Motion for Relief from Stay.			
0011	Discovery	23.6	\$19,385.00
During the Compensation Period, S&K reviewed discovery produced, conducted due diligence and legal research, and continued to discuss initial findings with the Committee's professionals with respect to relationships and transactions between and potential claims by or against creditors.			
0013	Employment and Fee Applications	5.5	\$4,962.50
During the Compensation Period, S&K prepared its first monthly fee statement, which was filed on June 13, 2023 [Dkt. No. 433].			

Reservation of Rights

7. Although S&K has made every effort to include all fees earned and expenses incurred during the Compensation Period, some fees and expenses might not be included in this

Monthly Statement due to delays caused by accounting and processing during the Compensation Period. S&K reserves the right to seek payment of such fees and expenses not included herein.

Notice

8. S&K will provide notice of this Monthly Statement to the Fee Notice Parties [*see* Dkt. No. 101 ¶ 2.A.(a)] in accordance with the Interim Compensation Procedures.

Dated: August 2, 2023
New York, New York

Respectfully submitted,

By: /s/ John R. Ashmead

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*Special Litigation Counsel to the
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Exhibit A

Timekeeper Summary

Name	Title	Year Admitted	Areas of Expertise	Hours	Rate	Amount
John R. Ashmead	Partner	1991	Corporate Restructuring and Bankruptcy	3.0	\$1,625	\$4,875.00
Mark D. Kotwick	Partner	1990	Litigation	2.7	\$1,450	\$3,915.00
Catherine V. LoTempio	Associate	2014	Corporate Restructuring and Bankruptcy	2.2	\$975	\$2,145.00
Andrew J. Matott	Associate	2017	Corporate Restructuring and Bankruptcy	10.8	\$925	\$9,990.00
Carmella O'Hanlon	Associate	2022	Litigation	3.3	\$750	\$2,475.00
John Patouhas	Law Clerk	N/A	Corporate Restructuring and Bankruptcy	18.9	\$750	\$14,175.00
Michael Ohanesian	Managing Clerk	N/A	Litigation	0.5	\$375	\$187.50
Grand Total				41.4		\$37,762.50

Exhibit B

Project Summary

Cat. No.	Project Category Description	Total Hours	Total Fees
0001	Case Administration	3.8	\$3,880.00
0006	Relief from Stay	8.5	\$9,535.00
0011	Discovery	23.6	\$19,385.00
0013	Employment and Fee Applications	5.5	\$4,962.50
	Grand Total	41.4	\$37,762.50

Exhibit C

Time Records

ONE BATTERY PARK PLAZA
NEW YORK, NY 10004
(212) 574-1200

38292 Genesis Creditors Committee

**August 02, 2023
Invoice Number 9160068324**

**Genesis Creditors Committee
c/o White & Case LLP
111 South Wacker Drive, Suite 5100
Chicago IL 60606-4302**

For Professional Services Rendered through May 31, 2023:

<u>Matter Number</u>	<u>Matter Name</u>	<u>Fee Amount</u>	<u>Disbursement Amount</u>	<u>Total Amount</u>
38292-0001	GGH Case Administration	3,880.00	1,854.36	5,734.36

Genesis Creditors Committee

Invoice Date August 02, 2023**38292-0001** GGH Case Administration**Invoice Number** 9160068324**Through** May 31, 2023

DATE	NARRATIVE	NAME	HOURS	AMOUNT
05/04/2023	Correspondence re developments and next steps.	MDK	0.80	1,160.00
05/08/2023	Emails re NOA (.1); review and comment on same (.1).	CVL	0.20	195.00
05/08/2023	Draft genesis NOA for CVL (.8) incorporate CVL comments (.2) email JA re same (.1).	JOP	1.10	825.00
05/10/2023	Teleconference with J. Ashmead (.2) and attention to developments (.2).	MDK	0.40	580.00
05/11/2023	Review docket (.1) and revised sale timeline (.2).	AJM	0.30	277.50
05/16/2023	Discuss case status with C. LoTempio (.2).	AJM	0.20	185.00
05/18/2023	Review and sign off on NOA.	CVL	0.10	97.50
05/18/2023	Finalize NOA and coordinate filing with managing clerk.	JOP	0.50	375.00
05/19/2023	Review docket to monitor updates.	AJM	0.20	185.00
Total Hours.....				3.80
Total Services.....\$				3,880.00

Disbursements Recorded Through May 31, 2023

Storage Fee	<u>1,854.36</u>
Total Disbursements.....\$	1,854.36
TOTAL AMOUNT DUE.....\$	<u>5,734.36</u>

Genesis Creditors Committee

Invoice Date August 02, 2023**38292-0001** GGH Case Administration**Invoice Number** 9160068324**Through** May 31, 2023

<u>ATTY NO. / INIT. TITLE</u>	<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
0431 MDK	Partner Kotwick, Mark	1.20	1,450.00	1,740.00
1891 CVL	Associate LoTempio, Catherine V.	0.30	975.00	292.50
2020 AJM	Associate Matott, Andrew J.	0.70	925.00	647.50
2339 JOP	Law Clerk Patouhas, John	1.60	750.00	1,200.00
Total		3.80		3,880.00

ONE BATTERY PARK PLAZA
NEW YORK, NY 10004
(212) 574-1200

38292 Genesis Creditors Committee

July 31, 2023
Invoice Number 9160068206

**Genesis Creditors Committee
c/o White & Case LLP
111 South Wacker Drive, Suite 5100
Chicago IL 60606-4302**

For Professional Services Rendered through May 31, 2023:

<u>Matter Number</u>	<u>Matter Name</u>	<u>Fee Amount</u>	<u>Disbursement Amount</u>	<u>Total Amount</u>
38292-0006	GGH Relief from Stay and Adequate Protection	9,535.00	0.00	9,535.00

Genesis Creditors Committee

Invoice Date July 31, 2023

38292-0006	GGH Relief from Stay and Adequate Protection	Invoice Number	9160068206
		Through	May 31, 2023

DATE	NARRATIVE	NAME	HOURS	AMOUNT
05/04/2023	Attn to motion filed by FTX re stay relief (.30); discuss CVL (.20); review press re same (.10); emails with WC, BRG re same (.10).	JRA	0.70	1,137.50
05/04/2023	Review FTX relief from stay motion (.2); discuss with A. CVL Matott (.1); call with W&C (.2); call with J. Ashmead (.1); follow up with W&C re documents related to same (.2).		0.80	780.00
05/04/2023	Review FTX motion (.4); discuss internally (.2); calls with AJM W&C (.3).		0.90	832.50
05/04/2023	Review FTX relief from stay motion (1.4) discuss with AM re same (.1).	JOP	1.50	1,125.00
05/05/2023	Further attn to FTX motion (.20); discuss internal re talks (.30); call with BRG re same (.30).	JRA	0.80	1,300.00
05/05/2023	Review and analysis of motion to lift stay (.5) and teleconference with BRG (.4) and internal discussions re same (.4).	MDK	1.30	1,885.00
05/05/2023	Call re lift stay motion (.4); follow up with A. Matott re same (.1); email to W&C (.1); follow up with doc review team (.1); discuss precedent research with J. Patouhas (.1).	CVL	0.80	780.00
05/05/2023	Prep for (.2) and call with SK team re lift status update and doc review (.5); email BRG (.2).	AJM	0.90	832.50
05/05/2023	Phone call re lift stay.	JOP	0.50	375.00
05/19/2023	Attn FTX motion/complaints and emails JP re same (.20); JRA review JP email re review (.10).	JRA	0.30	487.50
Total Hours.....				8.50
Total Services.....				\$ 9,535.00
TOTAL AMOUNT DUE.....				\$ 9,535.00

Genesis Creditors Committee

Invoice Date July 31, 2023**38292-0006** GGH Relief from Stay and Adequate Protection
Invoice Number 9160068206
Through May 31, 2023

<u>ATTY NO. / INIT.</u>	<u>TITLE</u>	<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
0994 JRA	Partner	Ashmead, John	1.80	1,625.00	2,925.00
0431 MDK	Partner	Kotwick, Mark	1.30	1,450.00	1,885.00
1891 CVL	Associate	LoTempio, Catherine V.	1.60	975.00	1,560.00
2020 AJM	Associate	Matott, Andrew J.	1.80	925.00	1,665.00
2339 JOP	Law Clerk	Patouhas, John	2.00	750.00	1,500.00
Total			8.50		9,535.00

ONE BATTERY PARK PLAZA
NEW YORK, NY 10004
(212) 574-1200

38292 Genesis Creditors Committee

**July 31, 2023
Invoice Number 9160068205**

**Genesis Creditors Committee
c/o White & Case LLP
111 South Wacker Drive, Suite 5100
Chicago IL 60606-4302**

For Professional Services Rendered through May 31, 2023:

<u>Matter Number</u>	<u>Matter Name</u>	<u>Fee Amount</u>	<u>Disbursement Amount</u>	<u>Total Amount</u>
38292-0011	GGH Discovery	19,385.00	0.00	19,385.00

Genesis Creditors Committee

Invoice Date July 31, 2023

38292-0011	GGH Discovery	Invoice Number	9160068205
		Through	May 31, 2023

DATE	NARRATIVE	NAME	HOURS	AMOUNT
05/01/2023	Attn loan tape (.1); emails AM re same (.2).	JRA	0.30	487.50
05/01/2023	Review uploaded docs (.2) and discuss internally (.1).	AJM	0.30	277.50
05/02/2023	Follow up with AM re loan tape and other materials provided by BRG in latest dump.	JRA	0.20	325.00
05/03/2023	Review docs and discuss docs review internally (.8).	AJM	0.80	740.00
05/03/2023	Review docs (6.2); draft email memo to JA re same (1.0).	JOP	7.20	5,400.00
05/04/2023	Review FTT docs.	AJM	0.50	462.50
05/04/2023	Attention to review of FTT related documents (.9). Prepare summary regarding same (.4).	CHA	1.30	975.00
05/04/2023	Research re FTT docs	JOP	2.00	1,500.00
05/04/2023	Email MK re Genesis docs.	JOP	0.10	75.00
05/04/2023	Emails regarding certain Transfers (0.30).	JOP	0.30	225.00
05/05/2023	Review/discuss docs internally (.3); attn to emails with WC (.1); discuss with C. LoTempio and C. O'Hanlon (.2); call with BRG (.4) and discuss internally (.1).	AJM	1.10	1,017.50
05/05/2023	Call with case team re: status update (.5). Call with BRG (.4). Review FTT related documents (.7). Correspondence with A. Matott and C. LoTempio re: same (.2).	CHA	1.80	1,350.00
05/05/2023	Review docs (3.8) email memo to cvl (.50).	JOP	4.30	3,225.00
05/05/2023	Phone call with Genesis team.	JOP	0.50	375.00
05/08/2023	Attn deck re analysis of FTC/G claims (.40); attn emails re JRA summary of types of docs reviewed (.10).		0.50	812.50
05/08/2023	Correspondence re pre-petition transactions.	MDK	0.20	290.00
05/08/2023	Emails re transfers and data.	CVL	0.10	97.50
05/08/2023	Correspondence with case team re: Genesis documents.	CHA	0.20	150.00
05/08/2023	Review new BRG docs.	JOP	0.90	675.00
05/09/2023	Summarize docs (.2), draft emails (.2), discuss internally (.3); review BRG presentation (.3).	AJM	1.00	925.00
Total Hours.....				23.60
Total Services.....\$				\$ 19,385.00
TOTAL AMOUNT DUE.....\$				<u>\$ 19,385.00</u>

Genesis Creditors Committee

Invoice Date July 31, 2023**38292-0011** GGH Discovery **Invoice Number** 9160068205
Through May 31, 2023

<u>ATTY NO. / INIT.</u>	<u>TITLE</u>	<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
0994 JRA	Partner	Ashmead, John	1.00	1,625.00	1,625.00
0431 MDK	Partner	Kotwick, Mark	0.20	1,450.00	290.00
1891 CVL	Associate	LoTempio, Catherine V.	0.10	975.00	97.50
2020 AJM	Associate	Matott, Andrew J.	3.70	925.00	3,422.50
2190 CHA	Associate	O'Hanlon, Carmella	3.30	750.00	2,475.00
2339 JOP	Law Clerk	Patouhas, John	15.30	750.00	11,475.00
Total			23.60		19,385.00

ONE BATTERY PARK PLAZA
NEW YORK, NY 10004
(212) 574-1200

38292 Genesis Creditors Committee

July 25, 2023
Invoice Number 9160067891

**Genesis Creditors Committee
c/o White & Case LLP
111 South Wacker Drive, Suite 5100
Chicago IL 60606-4302**

For Professional Services Rendered through May 31, 2023:

<u>Matter Number</u>	<u>Matter Name</u>	<u>Fee Amount</u>	<u>Disbursement Amount</u>	<u>Total Amount</u>
38292-0013	GGH Employment and Fee Applications	4,962.50	0.00	4,962.50

Genesis Creditors Committee

Invoice Date July 25, 2023**38292-0013** GGH Employment and Fee Applications **Invoice Number** 9160067891
Through May 31, 2023

DATE	NARRATIVE	NAME	HOURS	AMOUNT
05/18/2023	Review interim comp guidelines (.2) and prepare first monthly fee statement (.3).	AJM	0.50	462.50
05/18/2023	Review draft and prepare for finalization and filing	MO	0.50	187.50
05/22/2023	Drafted first combined monthly fee statement (.9).	AJM	0.90	832.50
05/23/2023	Prepare/redact exhibits (.6).	AJM	0.60	555.00
05/24/2023	Finalize monthly statement and exhibits (.7).	AJM	0.70	647.50
05/25/2023	Obtain final sign off on combined monthly fee statement and prepare for filing (.7); circulate internally (.1).	AJM	0.80	740.00
05/30/2023	Attn first monthly statement.	JRA	0.20	325.00
05/30/2023	Review fee application.	CVL	0.20	195.00
05/30/2023	Finalize monthly statement after review by J. Ashmead and C. LoTempio (.3); review J. Ashmead's further revisions to monthly statement (.2) and discuss internally (.1).	AJM	0.60	555.00
05/31/2023	Discuss monthly fee statement with J. Ashmead (.2); revise monthly fee statement (.3).	AJM	0.50	462.50
Total Hours.....				5.50
Total Services.....				\$ 4,962.50
TOTAL AMOUNT DUE.....				\$ 4,962.50

Genesis Creditors Committee

Invoice Date July 25, 2023**38292-0013** GGH Employment and Fee Applications
Invoice Number 9160067891
Through May 31, 2023

<u>ATTY NO. / INIT. TITLE</u>	<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
0994 JRA	Partner Ashmead, John	0.20	1,625.00	325.00
1891 CVL	Associate LoTempio, Catherine V.	0.20	975.00	195.00
2020 AJM	Associate Matott, Andrew J.	4.60	925.00	4,255.00
1636 MO	Paralegal Ohanesian, Michael	0.50	375.00	187.50
Total		5.50		4,962.50

Exhibit D

Expense Summary

Expense Description	Total
Monthly Document Hosting Fee	\$1,854.36
Grand Total	\$1,854.36